

# Exhibit H

## AMERINDO INVESTMENT ADVISORS INC.

27 March 1989

SUITE 300  
60 EAST SIR FRANCIS DRAKE BLVD.  
LARKSPUR, CA 94939  
TEL: (415) 461 5121

Ms. Lily Cates

[REDACTED]

17A CURZON STREET  
LONDON WIY 7FE  
TEL: 629 2349  
TLX: 291735 AML UK

Dear Lily:

I write this letter to introduce you to an extremely attractive investment opportunity where the amount invested is fully guaranteed. I think this would be a very suitable investment for a portion of your funds and I would like to discuss this with you. We ourselves are making a very sizable investment in this venture.

In a nutshell, we will become major investors and directors of a new investment counseling firm that will manage several billion dollars in U.S. common stock portfolios for a 2% management fee and an incentive fee of 20% of all gains (income and capital gains) earned on the portfolio. This is considerably above standard industry fees, and more than we get on the \$300 million we now manage in common stock portfolios, which is highly profitable as it is. See the enclosed letter briefly for some additional features of the "business deal" we are scheduled to close between April and June.

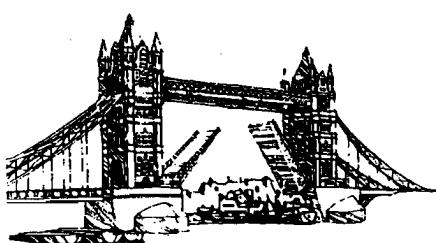
Our deal, as the enclosed Private Placement Memorandum indicates, has numerous attractive features. One is that a \$30 million advance will be first placed into an escrow account as a guarantee, which we and our new co-investors will have an exclusive call on in the event certain things don't materialize as expected. For example, should the initial \$550 million in investment funds be withdrawn in the first two years, we will use the escrow account to pay back the initial capital our co-investors will be putting up. In any event, your investment will be fully guaranteed.

Gary and I made the decision about a month ago to sell, up-front, part of the equity in the new firm that is being organized for this venture. We are doing this to offset a part of the \$10 million we are putting up as an arrangement-finder's fee.

The initial response to our Offering, from a small circle of U.S. and European investment bankers we know well, was overwhelmingly favorable. We were so comforted by the successful reception of our private equity offer that we made a second decision to offer half of the equity to a few good friends and clients who deserve to profit from our good fortune.

You clearly fall into this category of a special client we would very much like to see profit from a truly rare, well-structured business deal, the likes of which I haven't seen in my entire twenty-two year career on Wall Street. By way of contrast, Amerindo itself was not created overnight, as could be the case with this new company. In fact, Amerindo was built, brick by brick, through extremely hard work and "a lot of equity sweat", over a ten year period.

contd/.....



Albert W. Vilar



Gary A. Tanaka

LC-00338

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27 March 1989  
Ms. L. Cates

Our best guess is that this proposed investment by our "co-investors" will earn, on a five year basis, a return of capital in excess of 500%, quite possibly more, based on our calculations using conservative assumptions. In the interim, these returns are able to remain offshore for tax purposes.

In closing, let me say that we are very excited about our good fortune. I obviously hold you in sufficient warm regard to want to include you in our inner circle on our deal. It would be delightful if you were able to participate with us in our new growth era.

I very much look forward to seeing you soon to review our proposal in detail.

Sincerely yours,

*Albert*  
Albert W. Vilar

Encs.

\$<sup>000</sup> = 2 1/2 million -  
mail back off 3/31/89  
12:00 noon PT



LC-00339

